

APR 27 2001

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
VICTORIA DIVISION

Michael N. Milby, Clerk of Court

IN RE: § JOINTLY ADMINISTERED UNDER
SENTRY OPERATING COMPANY OF TEXAS, INC. § CASE NO. 01-60129-V2-11
§

SENTRY OPERATING CO.	§	CASE NO. 01-60130-V2-11
AMEY FUNERAL HOME, INC.	§	CASE NO. 01-60131-V2-11
SENTRY OPERATING WEST, INC.	§	CASE NO. 01-60132-V2-11
SENTRY GROUP SERVICES, INC.	§	CASE NO. 01-60133-V2-11
FUNERAL SERVICE MANAGEMENT, INC.	§	CASE NO. 01-60134-V2-11
SENTRY OPERATING COMPANY OF NEW MEXICO, INC.	§	CASE NO. 01-60135-V2-11
SENTRY SERVICES AGENCY, INC. NEW MEXICO	§	CASE NO. 01-60136-V2-11
CREMATION SOCIETY OF OKLAHOMA, INC.	§	CASE NO. 01-60137-V2-11
SENTRY OPERATING COMPANY OF COLORADO, INC.	§	CASE NO. 01-60138-V2-11
SENTRY SERVICES AGENCY, INC.-DEL	§	CASE NO. 01-60139-V2-11
SENTRY OPERATING COMPANY OF KANSAS, INC.,	§	CASE NO. 01-60140-V2-11

DEBTORS §

**AGREED ORDER AUTHORIZING MAINTENANCE OF
PREPETITION CASH MANAGEMENT SYSTEM AND
MAINTENANCE OF PREPETITION BANK ACCOUNTS**

The Debtors, SENTRY OPERATING COMPANY OF TEXAS; SENTRY GROUP SERVICES, INC.; SENTRY OPERATING CO.; SENTRY OPERATING WEST, INC.; SENTRY OPERATING COMPANY OF COLORADO, INC.; SENTRY OPERATING COMPANY OF KANSAS, INC.; SENTRY OPERATING COMPANY OF NEW MEXICO, INC.; SENTRY SERVICES AGENCY, INC.-DEL; SENTRY SERVICES AGENCY, INC.-NEW MEXICO; CREMATION SOCIETY OF OKLAHOMA, INC.; FUNERAL SERVICE MANAGEMENT, INC.; and AMEY FUNERAL HOME, INC., debtors and debtors in possession, (collectively the "Debtors" or "Sentry"), moved this Court for an Order Authorizing Maintenance of Prepetition Cash

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Management System and Maintenance of Prepetition Bank Accounts (the "Motion"). The Court conducted a hearing on this Motion on April 18, 2001, at which counsel for the Debtors and the U.S. Trustee appeared and announced their agreement to permit the Debtors to maintain their existing cash management system subject to the following terms and conditions:

1. Within ten days of the entry of this order, the Debtors agree to either obtain authorization from the U.S. Trustee's office allowing the continued use of Debtors' Primary Operating Account located at Stillwater National Bank & Trust Company, Account No. 0990796 or open a new operating account in an authorized depository of funds for the United States Bankruptcy Court for Southern District of Texas;

2. The Debtors' agree to execute signature cards for each existing bank account designating the account is a "Debtor in Possession" account. The Debtor's bank records and bank statements shall also contain the "Debtor in Possession" designation;

3. The Debtors agree to regularly transfer or "sweep" funds from all of Debtors' accounts, except for the Tse Bonito depository account no.002864225799, into Debtors' Primary Operating Account, currently located at Stillwater National Bank & Trust Company, Account No. 0990796;

4. The Debtors agree to transfer or "sweep" funds from the Tse Bonito depository account no.002864225799 into Debtors' Primary Operating Account once the Tse Bonito depository account balance exceeds \$2000.00;

5. The Debtors' agree to discontinue investing funds in any money market accounts. Any funds invested in these accounts shall be immediately deposited into Debtors' primary account located at Stillwater National Bank & Trust Company, Account No. 0990796;

6. The Debtors agree to submit to the U.S. Trustee's office each month when due a consolidated Monthly Operating Report, attaching and itemizing by Debtor entity, bank statements, lists of cash receipts and disbursements, and any other documentation required by the U.S. Trustee's office;

Based on the foregoing agreement of the parties, it is

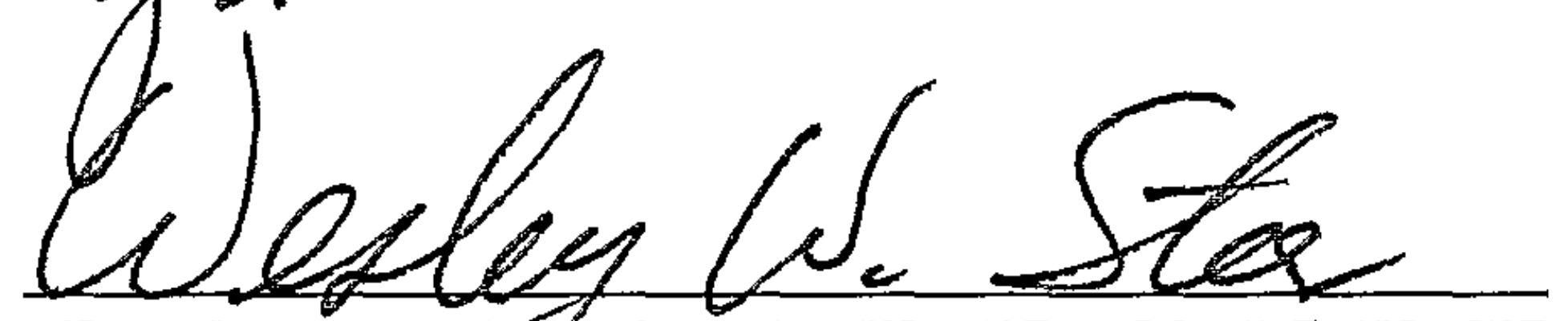
ORDERED that the Debtors may maintain and continue to use all existing bank accounts, as set forth in Exhibit "A" with the same account numbers and document forms existing immediately prior to the Petition Date, subject to any changes or additional requirements set forth in paragraphs 1 through 9 above; it is further

ORDERED that the Debtors' existing bank accounts shall be deemed to be debtor in possession accounts; it is further

ORDERED that all banks in which the Debtors maintain bank accounts as of the Petition Date are authorized and directed to continue to maintain, service, and administer such accounts; *provided, however*, that nothing contained herein shall authorize any bank to honor any check issued or dated prior to the Petition Date except as otherwise authorized by order of this Court; and, it is further

ORDERED that each Debtor is authorized to maintain and continue to use any and all correspondence and business forms existing immediately prior to the Petition Date without reference to its status as a debtor in possession.

SIGNED this 26th day of April, 2001


UNITED STATES BANKRUPTCY JUDGE

AGREED AS TO FORM AND SUBSTANCE:

WEYCER, KAPLAN, PULASKI & ZUBER, P.C.

By: 

EDWARD L. ROTHBERG

State Bar No. 17313990

1400 Summit Tower

Eleven Greenway Plaza

Houston, Texas 77046

Telephone: (713) 961-9045

Facsimile: (713) 961-5341

ATTORNEYS FOR DEBTOR

UNITED STATES TRUSTEE'S OFFICE

By: 

Christine A. March

State Bar No. 12968020

515 Rusk, Room 3415

Houston, Texas 77002

Phone: (713) 718-4661

Facsimile: (713) 718-4670

ATTORNEY FOR UNITED STATES TRUSTEE

Bank Accounts**Sentry Operating Company**

Stillwater National Bank & Trust Company
P. O. Box 52150
Tulsa, OK 74152-1500

Entity	Account Number	Type of Account
Billings	6035891	ZBA
Capitol Hill	997176	ZBA
Fisher (Oklahoma)	6035858	ZBA
Good Samaritan (Oklahoma)	6035836	ZBA
Kennard	6035880	ZBA
Key	6035726	ZBA
Mills-Coffey	0938909	ZBA
Stanleys	0688494	ZBA
Wharton	6035011	ZBA

First American Bank
P. O. Box 829
Woodward, OK 73802

Entity	Account Number	Type of Account
Good Samaritan	734-252-2	Operating

Farmers Exchange Bank
419 South Grand
Cherokee, OK 73728

Entity	Account Number	Type of Account
Fisher	407941	Operating

Exhibit "A"

Bank Accounts

Sentry Group Services, Inc.

Stillwater National Bank & Trust Company
P. O. Box 52150
Tulsa, OK 74152-1500

Account Number	Type of Account
0990796	Operating
0499998	Payroll
9229268	Money Market
9999229268	Money Market Sweep
6035517	Credit Card

Exhibit "A"

Bank Accounts

Sentry Operating Company

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Stock Exchange Bank
1117 10th St./Box 1008
Woodward, OK 73802

Entity	Account Number	Type of Account
Billings	734-252-2	Operating

1747-002

Farmers Exchange Bank
P. O. Box 548
Antlers, OK 74523

Entity	Account Number	Type of Account
Mills-Coffey	13-9599	Depository

Exhibit "A"

Bank Accounts

Sentry Operating West, Inc.

Stillwater National Bank & Trust Company
P. O. Box 52150
Tulsa, OK 74152-1500

Entity	Account Number	Type of Account
Butler-Stumpff	938887	ZBA
Christian-Gavlik	6035737	ZBA
Peters	6035693	ZBA
Powell	6035704	ZBA
Stumpff	6035682	ZBA
Butler-Stumpff	643460	Preneed Ins. Clearing

Bank Accounts**Sentry Operating Company of Colorado, Inc.**

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company P. O. Box 521500 Tulsa, OK 74152-1500	6035715	ZBA
First State Bank Idaho Springs P. O. Box 3309 Idaho Springs, CO 80452	263230	Operating

Bank Accounts

Sentry Operating Company of New Mexico, Inc.

Stillwater National Bank & Trust Company
P. O. Box 52150
Tulsa, OK 74152-1500

Entity	Account Number	Type of Account
Ballard	6035484	ZBA
Tse Bonito	6035814	ZBA

The First National Bank
Roswell Banking Center
111 East 5th Street/P. O. Box 1857
Roswell, NM

Entity	Account Number	Type of Account
Ballard	6035484	ZBA

4305191-10 Depository

Bank of America
P. O. Box 27705
Albuquerque, NM 87125-7705

Entity	Account Number	Type of Account
Tse Bonito	6035484	ZBA

002864225799

Depository

Exhibit "A"

Bank Accounts**Sentry Operating Company of Texas, Inc.**

Stillwater National Bank & Trust Company
P. O. Box 52150
Tulsa, OK 74152-1500

Entity	Account Number	Type of Account
Boze-Mitchell	882787	ZBA
Condra	0882798	ZBA
Corporate (Ft. Worth)	6035022	ZBA
Froberg	6035902	ZBA
Good Samaritan	6035847	ZBA
Memorial	882776	ZBA
National	6035418	ZBA
Pace	6035825	ZBA
Richardson	6035649	ZBA
Rosewood	6035638	ZBA

First State Bank
112 West Polk/P. O. Box 1277
Livingston, TX 77351

Entity	Account Number	Type of Account
Pace	149989	Operating

City National Bank
P. O. Box 1099
Taylor, TX 76574

Entity	Account Number	Type of Account
Condra & Goodnight	1084839	Depository

Exhibit "A"

Bank Accounts

Sentry Operating Company of Texas, Inc.

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Wells Fargo Bank
505 Main Street
Fort Worth, TX 76101

Entity	Account Number	Type of Account
Texas Locations	052-9767923	Depository - Cash clearing

Exhibit "A"

Bank Accounts

Sentry Operating Company of Kansas, Inc.

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company P. O. Box 521500 Tulsa, OK 74152-1500	6035869	ZBA

Bank Accounts

Sentry Services Agency

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company P. O. Box 521500 Tulsa, OK 74152-1500	6035341	ZBA

Exhibit "A"

Bank Accounts

Cremation Society of Oklahoma, Inc.

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company P. O. Box 521500 Tulsa, OK 74152-1500	882611	ZBA

Exhibit "A"

Bank Accounts**Funeral Service Management, Inc.**

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company P. O. Box 521500 Tulsa, OK 74152-1500	697041	ZBA

Bank Accounts

Amey Funeral Home, Inc.

Bank Name and Address	Account Number	Type of Account
Stillwater National Bank & Trust Company	6035913	ZBA
P. O. Box 521500		
Tulsa, OK 74152-1500		

Exhibit "A"